

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE WELLS FARGO & COMPANY
SECURITIES LITIGATION

Case No. 1:20-cv-04494-GHW-SN

**DECLARATION OF JOHN C. BROWNE AND LAURA H. POSNER IN SUPPORT OF
LEAD PLAINTIFFS' UNOPPOSED MOTION FOR PRELIMINARY APPROVAL OF
SETTLEMENT AND APPROVAL OF NOTICE TO THE SETTLEMENT CLASS**

We, John C. Browne and Laura H. Posner, declare:

1. I, John C. Browne, am an attorney licensed to practice law in the State of New York and before this Court. I am a partner at the law firm of Bernstein Litowitz Berger & Grossmann LLP (“Bernstein Litowitz”).

2. I, Laura H. Posner, am an attorney licensed to practice law in the State of New York and before this Court. I am a partner at the law firm of Cohen Milstein Sellers & Toll PLLC (“Cohen Milstein”).

3. We respectfully submit this declaration in support of the motion of Lead Plaintiffs Handelsbanken Fonder AB, Louisiana Sheriffs’ Pension & Relief Fund, the Public Employees’ Retirement System of Mississippi, and the State of Rhode Island, Office of the General Treasurer, on behalf of the Employees’ Retirement System of Rhode Island (collectively, “Lead Plaintiffs” or “Plaintiffs”) to (i) preliminarily approve the proposed Settlement; (ii) approve the proposed form and manner of notice to potential Settlement Class Members; and (iii) schedule a date and time for the Settlement Hearing to consider final approval of the Settlement and related matters. We have personal knowledge of the statements herein and, if called upon as witnesses, could and would competently testify thereto.

Standing and Experience of Lead Counsel

4. Attached as Exhibit A is a true and correct copy of the firm resume of Bernstein Litowitz.

5. Attached as Exhibit B is a true and correct copy of the firm resume of Cohen Milstein.

6. As reflected in its Firm Resume, Bernstein Litowitz is among the most experienced securities class action law firms in the country and has obtained numerous significant settlements

in this district. Bernstein Litowitz served as Lead Counsel in *In re WorldCom, Inc. Securities Litigation*, No. 1:02-cv-03288 (S.D.N.Y.), in which recoveries obtained for the class totaled in excess of \$6 billion. Bernstein Litowitz also secured a resolution of \$2.43 billion for the class in *In re Bank of America Corp. Securities, Derivative & Employee Retirement Income Security Act (“ERISA”) Litigation*, No. 1:09-md-02058 (S.D.N.Y.); a \$1.06 billion recovery for the class in *In re Merck & Co., Inc. Securities, Derivative & “ERISA” Litigation*, No. 2:05-cv-01151 (D.N.J.); and a \$730 million settlement on behalf of the class in *In re Citigroup Inc. Bond Action Litigation*, No. 1:08-cv-09522 (S.D.N.Y.); *see also In re Turquoise Hill Res. Ltd. Sec. Litig.*, No. 1:20-cv-08585-LJL, 2021 WL 148752, at *11 (S.D.N.Y. Jan. 15, 2021) (appointing Bernstein Litowitz, “a firm highly experienced in securities class action litigation,” as class counsel); *Cohen v. Luckin Coffee Inc.*, No. 1:20-cv-01293-LJL, 2020 WL 3127808, at *8 (S.D.N.Y. June 12, 2020) (appointing Bernstein Litowitz class counsel); *In re Signet Jewelers Ltd. Sec. Litig.*, No. 1:16-cv-06728-CM-RWL, 2019 WL 3001084, at *9 (S.D.N.Y. July 10, 2019) (same).

7. Attached as Exhibit C is an order previously filed with the Court (ECF No. 147-8) and provided to Lead Plaintiffs issued by a court in the Northern District of California in an unrelated action where Bernstein Litowitz served as lead counsel for the lead plaintiff in that case, SEB Investment Management AB, and as class counsel for the certified class. *See SEB Inv. Mgmt. AB v. Symantec Corp.*, No. 3:18-cv-02902-WHA, 2021 WL 1540996 (N.D. Cal. Apr. 20, 2021). The order was discussed further in Lead Plaintiffs’ papers filed in connection with Lead Plaintiffs’ motion for class certification. *See* ECF No. 147. Since that order, the court in *Symantec* granted final approval of the \$70 million settlement in that action, commenting on the record that Bernstein Litowitz “did a good job, so thank you for that.” *See SEB Inv. Mgmt. AB v. Symantec Corp.*, No. 3:18-cv-2902-WHA, ECF No. 425, at 18 (N.D. Cal. Feb. 10, 2022). Additionally, courts have

repeatedly approved Bernstein Litowitz as lead counsel and class counsel in securities class actions after being apprised of the *Symantec* order, including *In re Synchrony Financial Securities Litigation*, No. 3:18-cv-01818-VAB, 2023 WL 1503032, at *2 (D. Conn. Feb. 3, 2023); *In re SelectQuote, Inc. Securities Litigation*, No. 1:21-cv-06903-AKH, 2022 WL 4057445, at *3 (S.D.N.Y. Sept. 2, 2022); *Rasella v. Musk*, 342 F.R.D. 74, 84 (S.D.N.Y. 2022); *In re EQT Corp. Securities Litigation*, No. 2:19-cv-00754-RJC, 2022 WL 3293518, at *10 (W.D. Pa. Aug. 11, 2022); *In re Vertiv Holdings Co Securities Litigation*, No. 1:22-cv-03572-GHW-OTW, ECF No. 16, at 2 (S.D.N.Y. June 22, 2022); *City of Sunrise Firefighters' Pension Fund v. Oracle Corp.*, No. 5:18-cv-04844-BLF, 2022 WL 1459567, at *5 (N.D. Cal. May 9, 2022); *Bricklayers' & Allied Craftworkers Local #2 Albany, NY Pension Fund v. New Oriental Education & Technology Group Inc.*, 1:22-cv-01014-VM, 2022 WL 1515451, at *5 (S.D.N.Y. May 13, 2022); *City of Miami Firefighters' & Police Officers' Retirement Trust v. Cerence Inc.*, No. 1:22-cv-10321-ADB, 2022 WL 1505907, at *2 (D. Mass. May 12, 2022); *Homyk v. ChemoCentryx, Inc.*, No. 4:21-cv-03343-JST, ECF No. 32, at 6 (N.D. Cal. Jan. 28, 2022); *Chung v. Eargo, Inc.*, No. 3:21-cv-08597-CRB, ECF No. 36, at 5 (N.D. Cal. Jan. 5, 2022); *In re Myriad Genetics, Inc. Securities Litigation*, No. 2:19-cv-00707-DBB, 2021 WL 5882259, at *13 (D. Utah Dec. 13, 2021); *In re James River Group Holdings, Ltd. Securities Litigation*, No. 3:21-cv-00444-MHL, ECF No. 20, at 2 (E.D. Va. Sept. 22, 2021); *In re Mattel, Inc. Securities Litigation*, No. 2:19-cv-10860-MCS-PLA, 2021 WL 4704578, at *7 (C.D. Cal. Oct. 6, 2021); and *Yoshikawa v. Exxon Mobil Corp. et al.*, No. 3:21-cv-00194-N, ECF No. 43, at 3 (N.D. Tex. June 10, 2021).

8. As reflected in its Firm Resume, Cohen Milstein is also among the most experienced securities class action law firms in the country, having recovered billions of dollars for its clients in some of the largest and most complex securities class actions. In this District,

Cohen Milstein has recovered hundreds of millions of dollars for investors, including a \$275 million settlement in a mortgage-backed securities class action against the Royal Bank of Scotland (*New Jersey Carpenters Health Fund v. The Royal Bank of Scotland Grp., plc, et al.*, No. 1:08-cv-05310-DAB-HBP (S.D.N.Y.)); \$335 million in settlements in a class action against Residential Accredit Loans, Inc. and various investment banks (*New Jersey Carpenters Health Fund v. Residential Capital, LLC*, No. 1:08-cv-08781-HB (S.D.N.Y.)); and a \$90 million settlement in a class action involving MF Global (*Rubin v. MF Global, Ltd.*, No. 1:08-cv-02233-VM (S.D.N.Y.)); *see also* *Plumbers & Pipefitters Nat'l Pension Fund v. Performance Sports Grp., Ltd., et al.*, No. 1:16-cv-03591-GHW, ECF No. 302 (S.D.N.Y. Nov. 21, 2022) (granting final approval to \$13 million settlement) (Woods, J.); *In re GreenSky Sec. Litig.*, No. 1:18-cv-11071-AKH, ECF No. 212 (S.D.N.Y. Oct. 22, 2021) (granting final approval to \$27.5 million settlement); *City of Birmingham Firemen's and Policemen's Supplemental Pension System v. Credit Suisse Group AG, et al.*, No. 1:17-cv-10014, ECF No. 157 (S.D.N.Y. Dec. 16, 2020) (granting final approval to \$15.5 million settlement).

9. Since the inception of this litigation, Lead Counsel vigorously prosecuted this action for the benefit of Lead Plaintiffs and the Settlement Class. Lead Counsel's efforts included, among other things, (i) conducting a thorough pre-suit investigation; (ii) drafting a detailed amended complaint; (iii) overcoming, in substantial part, Defendants' hard-fought motion to dismiss; (iv) propounding extensive document requests on Defendants; (v) serving document subpoenas to various non-parties who possess relevant information; (vi) responding to document requests from Defendants, producing documents in response and responding to Defendants' interrogatories; (vii) consulting with experts in market efficiency and damages and an expert in CSI and the banking industry and regulation; (viii) seeking and obtaining the production of

documents withheld under the bank examination privilege from Wells Fargo & Company's ("Wells Fargo") regulators, including the Office of the Comptroller of the Currency, the Consumer Financial Protection Bureau, and the Federal Reserve; (ix) drafting and filing the motion for class certification and expert report in support thereof; (x) obtaining and reviewing approximately 3.5 million pages of documents in response to Lead Plaintiffs' document requests and subpoenas; (xi) preparing for and defending ten depositions; and (xii) engaging in extensive settlement negotiations before Judge Layn Phillips.

Retention of Epiq Class Action & Claims Solutions, Inc.

10. In connection with the motion for preliminary approval of the Settlement, Lead Counsel request that the Court approve the retention of Epiq Class Action & Claims Solutions, Inc. ("Epiq"), an independent settlement and claims administrator with extensive experience handling the administration of securities class actions, to provide notice and claims administration services in the Action under the supervision of Lead Counsel. These services will include disseminating notice of the Settlement to potential Settlement Class Members, receiving requests for exclusion from the Settlement Class, receiving and processing of Claim Forms, calculating payment amounts for eligible Claimants under the Court-approved plan of allocation, distributing payments to eligible Claimants, and responding to Settlement Class Member inquiries.

11. Epiq has successfully administered numerous complex securities class action settlements in this District and elsewhere. *See, e.g., In re Luckin Coffee Inc. Sec. Litig.*, No. 1:20-cv-01293-JPC-JLC (S.D.N.Y.); *In re GreenSky Sec. Litig.*, No. 1:18-cv-11071-AKH (S.D.N.Y.); *In re Salix Pharms., Ltd.*, No. 1:14-cv-08925-KMW (S.D.N.Y.). A copy of Epiq's firm resume is attached as Exhibit D.

12. Lead Counsel selected Epiq after a “request for proposal” process in which Lead Counsel solicited proposals for notice and administration services from three experienced settlement administration firms. Epiq’s proposed fees and cost structures resulted in the lowest estimated total cost of the three bids received. In addition, based on their prior experience with Epiq, Lead Counsel believe Epiq possesses the requisite experience and capacity to perform its duties reliably and competently. Accordingly, Lead Counsel have selected Epiq to serve as Claims Administrator for this engagement, subject to the Court’s approval.

13. Attached as Exhibit E is a true and correct copy of the declaration of Michael L. Hartzmark, Ph.D. regarding the calculation of artificial inflation and damages for the plan of allocation.

We declare, under penalty of perjury, that the foregoing is true and correct to the best of our knowledge.

Executed this 15th day of May, 2023.

/s/ Laura H. Posner*
Laura H. Posner
88 Pine Street, 14th Floor
New York, NY 10005
Tel: (212) 220-2925
lposner@cohenmilstein.com

/s/ John C. Browne
John C. Browne
1251 Avenue of the Americas
New York, NY 10020
Tel: (212) 554-1398
johnb@blbglaw.com

*All electronic signatures (“/s/”) are signed with consent of counsel pursuant to Rule 8.5 of this Court’s Electronic Case Filing Rules & Instructions.